PECHINED

DEPARTMENT OF MISTIGE

UNITED STATES DEPARTMENT OF JUSTICE

WASHINGTON, D. C.

FEB 21 12 58 PM 1986

REGISTRATION No.

508

REGISTRATION SECTION

EXHIBIT C

TO REGISTRATION STATEMENTS

Under the Foreign Agents Registration Act of 1938, As Amended

Furnish this exhibit for each FOREIGN PRINCIPAL of the Registrant.

THIS EXHIBIT WILL NOT BE ACCEPTED FOR FILING UNLESS IT IS REASONABLY COMPLETE AND ACCURATE.

Name and address of Registrant.
 Cleary, Gottlieb, Steen & Hamilton

224 Southern Building Washington 5, D.C. 2. (a) Name of Foreign Principal.

Aquitaine Oil Corporation, a subsidiary of Societe Nationale des Petroles D'Aquitaine.

(b) Principal address of Foreign Principal.

225 Baronne St.

New Orleans, Louisiana 70112

3. If the Foreign Principal is a foreign government, state the following:

Branch or agency thereof represented by Registrant

Name and title of official with whom Registrant deals

Inappropriate

4. If the Foreign Principal is an individual (natural person), state -

Inappropriate

- (a) All present business and residence addresses not given under item 2(b).
- (b) Citizenship or nationality:
- (c) If an officer, employee, or agent of a foreign government, foreign political party, or any official or agency thereof, state -

Name of such government, political party, official, or agency Nature of Foreign Principal's office, employment, or agency

Nature of any subsidy or other financial arrangement

- 5. If the Foreign Principal is not an individual (natural person) or a foreign government, state the following:
 - (a) Type of Foreign Principal's organization.

Committee _____

Voluntary group _____

Association _____

Partnership _____

Corporation X

Foreign Political Party ___

Other (specify)____

(b) Date and place of organization.

Incorporated in Delaware, March 13, 1964

(c) All partners, officers, directors, and similar officials of the Foreign Principal.

Name and address of official

Position, office or nature of duties

See attached

(d) List, if any, all of the Foreign Principal's branches and local units and other component or affiliated groups or organizations in the United States and elsewhere.

Name and address of branch, unit group, or organization

Nature of connection with foreign principal

Societe Nationale des Petroles D'Aquitaine Paris, France Owner of all stock of Aquitaine Oil Corporation

(e) Branch or group, if any, represented by Registrant.

Aquitaine Oil Corporation

6. If the Foreign Principal is not a foreign government but is supervised, directed, or controlled by a foreign government, foreign political party, or an official or agency thereof, or by any other person or persons, state -

Name of such government, political party, or other persons

Nature and extent of supervision, direction or control

Government of Republic of France

Owns majority of stock of Societe Nationale des Petroles D'Aquitaine

7. If the Foreign Principal is not a foreign government but is financed or subsidized in any way by a foreign government, foreign political party, or an official or agency thereof, or by any other person or persons, state -

Name of such government, political party, or other persons

Nature and extent of such financing or subsidization

Societe Nationale des Petroles D'Aquitaine Purchased 5000 shares of stock for \$500,000. Loaned \$675,000.

8. If the Foreign Principal is not a foreign government, state nature of all its businesses, occupations or functions:

Exploration, production, and sale of petroleum products.

GPO 9

5(c):

Gilbert Rutman Paris, France

Jean Paul LeGrand Paris, France

Louis Pradal Paris, France

Jean C. Ferrand 225 Baronne Street New Orleans, La. 70112 President, Director

Vice President, Director

Director

Vice President for exploration and production; Treasurer; Secretary



EXHIBIT B

FEB 21 12 58 PM 1966

Registrant has been retained by the Aquitaine Oil REGISTRATION SECTION

Corporation (a subsidiary of Societe Nationale des Petroles D'Aquitaine), pursuant to oral agreement. Pursuant to the agreement, registrant renders legal advice with respect to commercial investments and related corporate matters. The agreement is subject to the normal terms and conditions applicable to attorney-client relationships.